

- Sec.
798. Officers.
 (a) Composition.
 (b) Powers.
 (c) Election; tenure; duties.
799. Distribution of income or assets to members;
 loans.
800. Nonpolitical nature of corporation.
801. Liability for acts of officers and agents.
802. Prohibition against issuance of stock or pay-
 ment of dividends.
803. Books and records; inspection.
804. Repealed.
805. Use of assets on dissolution or liquidation.
806. Acquisition of assets and liabilities of exist-
 ing corporation.
807. Reservation of right to amend or repeal chap-
 ter.

§ 791. Corporation created

The following named persons: Major General David M. Shoup, United States Marine Corps, Virginia; Joel T. Boone, Washington, District of Columbia; Samuel I. Parker, New Jersey; Nicholas Oresko, New Jersey; Luther Skaggs, Maryland; Rufus G. Herring, North Carolina; Nathan Gordon, Arkansas; Joseph J. McCarthy, Illinois; Pierpont M. Hamilton, California; Daniel W. Lee, Alabama; Walter D. Ehlers, California; David E. Hayden, California; William R. Huber, California; Robert S. Kennemore, California; Jackson C. Pharris, California; William J. Crawford, Colorado; Hugh C. Frazer, Washington, District of Columbia; Robert E. Galer, Washington, District of Columbia; Edouard V. M. Izac, Washington, District of Columbia; Leon W. Johnson, Washington, District of Columbia; Keith L. Ware, Washington, District of Columbia; John C. Latham, Connecticut; Homer L. Wise, Connecticut; Charles P. Murray, Georgia; Robert E. Gerstung, Illinois; Jake Allex Mandusich, Illinois; John L. Barkley, Kansas; Charles E. Kelly, Kentucky; John D. Bulkeley, Maryland; Justice M. Chambers, Maryland; Lawson P. Ramage, Washington, District of Columbia; Charles A. MacGillivray, Massachusetts; Everett P. Pope, Massachusetts; Russell E. Dunham, Missouri; Arthur J. Forrest, Missouri; M. Waldo Hatler, Missouri; Carl L. Sitter, North Carolina; Max Thompson, North Carolina; Francis X. Burke, New Jersey; Thomas J. Hudner, New Jersey; Samuel M. Sampler, New Jersey; Charles Henry Willey, New Hampshire; Frank L. Anders, North Dakota; Ernest Childers, Oklahoma; John R. Crews, Oklahoma; Jack C. Montgomery, Oklahoma; Robert D. Maxwell, Oregon; Gino J. Merli, Pennsylvania; Oscar Schmidt, Pennsylvania; Thomas Eadie, Rhode Island; Charles H. Coolidge, Tennessee; Carlton W. Barrett, Virginia; Raymond G. Davis, Virginia; Paul F. Foster, Virginia; James R. Hendrix, Virginia; John Mihalowski, Virginia; Louis H. Wilson, Virginia; Orville E. Bloch, Washington; Robert E. Bonney, Washington; Einar H. Ingman, Wisconsin; Herschel W. Williams, West Virginia; and their successors are created and declared to be a body corporate of the District of Columbia, where its legal domicile shall be by the name of the Congressional Medal of Honor Society of the United States of America (hereafter referred to as the "corporation") and by such name shall be known and have perpetual succession and the powers, limitations, and restrictions herein contained.

(Pub. L. 85-642, § 1, Aug. 14, 1958, 72 Stat. 597.)

SECTION REFERRED TO IN OTHER SECTIONS

This section is referred to in section 792 of this title.

§ 792. Completion of organization

A majority of the persons named in section 791 of this title are authorized to complete the organization of the corporation by the selection of officers and employees, the adoption, amendment, and revision of a constitution and bylaws not inconsistent with the provisions of this chapter and the doing of such other acts as may be necessary for such purpose.

(Pub. L. 85-642, § 2, Aug. 14, 1958, 72 Stat. 597.)

§ 793. Objects and purposes of corporation

The objects and purposes of the corporation are as follows:

- (1) To form a bond of friendship and comradeship among all holders of the Congressional Medal of Honor.
- (2) To protect, uphold, and preserve the dignity and honor of the medal at all times and on all occasions.
- (3) To protect the name of the medal, and individual holders of the medal from exploitation.
- (4) To provide appropriate aid to all persons to whom the medal has been awarded, their widows or their children.
- (5) To serve our country in peace as we did in war.
- (6) To inspire and stimulate our youth to become worthy citizens of our country.
- (7) To foster and perpetuate Americanism.

(Pub. L. 85-642, § 3, Aug. 14, 1958, 72 Stat. 598.)

§ 794. Powers of corporation

The corporation shall have power—

- (1) to sue and be sued, complain and defend in any court of competent jurisdiction;
- (2) to adopt, alter, and use a corporate seal;
- (3) to choose officers, managers, and agents as the business of the corporation may require;
- (4) to charge and collect membership dues;
- (5) to adopt, amend, apply, and alter a constitution and bylaws not inconsistent with the laws of the United States of America or any State in which the corporation is to operate, for the management of its property and the regulation of its affairs;
- (6) to contract and be contracted with;
- (7) to take and hold by lease, gift, purchase, grant, devise, bequest or otherwise any property real, personal, or mixed, necessary or convenient for attaining the objects of the corporation, subject, however, to applicable provisions of law of any State, (a) governing the amount or kind of real and personal property which may be held by, or, (b) otherwise limiting or controlling the ownership of real and personal property by, a corporation operating in such State;
- (8) to transfer, lease, or convey real or personal property;
- (9) to borrow money for the purposes of the corporation and issue bonds or other evidences

of indebtedness therefor and secure the same by mortgage or pledge subject to applicable Federal or State laws; and

(10) to do any and all acts necessary and proper to carry out the purposes of the corporation.

(Pub. L. 85-642, § 4, Aug. 14, 1958, 72 Stat. 598.)

§ 795. Principal office; territorial scope of activities; agent for service of process

(a) The principal office of the corporation shall be located in Washington, District of Columbia, or in such other place as may later be determined by the board of directors but the activities of the corporation shall not be confined to that place and may be conducted throughout the various Territories and possessions of the United States.

(b) The corporation shall have in the District of Columbia at all times a designated agent authorized to accept service and process for the corporation; and notice to or service upon such agent or mailed to the business address of such agent shall be deemed as service to or notice on the corporation.

(Pub. L. 85-642, § 5, Aug. 14, 1958, 72 Stat. 598.)

§ 796. Membership

(a) Eligibility

Any person who has been awarded the Medal of Honor is eligible for membership in the society.

(b) Honorary memberships

Honorary memberships shall not be granted.

(c) Voting rights

Each member of the corporation shall have the right to one vote either in person or by proxy on each matter submitted to a vote at all meetings of the members of the corporation.

(Pub. L. 85-642, § 6, Aug. 14, 1958, 72 Stat. 599.)

§ 797. Board of directors

(a) Composition of initial board

The governing body of the corporation is its board of directors which during the year 1958 will comprise the following: President, David M. Shoup; executive vice president, Joel T. Boone; secretary-treasurer, Samuel I. Parker; first regional vice president, Nicholas Oresko; second regional vice president, Luther Skaggs; third regional vice president, Rufus G. Herring; fourth regional vice president, Nathan Gordon; fifth regional vice president, Joseph J. McCarthy; sixth regional vice president, Pierpont M. Hamilton; who currently hold such offices in the Congressional Medal of Honor Society of the United States of America.

(b) Composition of subsequent boards; tenure

Thereafter the board of directors of the corporation shall consist of such number (not less than nine), shall be elected in such manner (including the filling of vacancies) and shall serve their terms as may be prescribed in the bylaws of the corporation.

(c) Powers; voting rights; meetings; chairman

The board of directors may exercise, or provide for the exercise of, the powers herein grant-

ed to the corporation, and each member of the board shall have one vote upon all matters determined, except that if the offices of secretary and treasurer are combined and are held by one person, he shall have only one vote as a member of the board of directors. The board shall meet at least annually. The president of the corporation shall act as chairman of the board.

(Pub. L. 85-642, § 7, Aug. 14, 1958, 72 Stat. 599.)

§ 798. Officers

(a) Composition

The officers of the corporation shall consist of a president, executive vice president, secretary, treasurer, and six regional vice presidents as may be provided in the bylaws. The office of secretary may be combined with the office of treasurer and the combined offices may be held by one person.

(b) Powers

The officers shall have such powers consistent with this charter, as may be determined by the bylaws.

(c) Election; tenure; duties

The officers of the corporation shall be elected in such manner and have such terms and with such duties as may be prescribed in the bylaws of the corporation.

(Pub. L. 85-642, § 8, Aug. 14, 1958, 72 Stat. 599.)

§ 799. Distribution of income or assets to members; loans

(a) No part of the income or assets of the corporation shall inure to any member, officer, or director as such, or be distributed to any of them during the life of the corporation or upon its dissolution or final liquidation, nor shall any member or private individual be liable for the obligations of the corporation. Nothing in this section, however, shall be construed to prevent—

(1) the payment of bona fide expenses of officers of the corporation in amounts approved by the board or¹ directors; or

(2) the payment of appropriate aid to persons to whom the Medal of Honor has been awarded, their widows or their children pursuant to the objects of the corporation.

(b) The corporation shall not make loans to its officers, directors, or employees. Any officer or director who votes for or assents to the making of a loan to an officer, director, or employee of the corporation and any officer who participates in the making of such loan shall be jointly and severally liable to the corporation for the amount of such loan until the payment thereof.

(Pub. L. 85-642, § 9, Aug. 14, 1958, 72 Stat. 599.)

§ 800. Nonpolitical nature of corporation

The corporation and its officers and directors as such shall not contribute to or participate in, directly or indirectly, local or national political activity or in any manner attempt to influence legislation.

¹ So in original. Probably should be "of".